

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*

Debtors.¹

PROMESA Title III

Case No. 17-BK-3283-LTS

(Jointly Administered)

AMBAC ASSURANCE CORPORATION, FINANCIAL
GUARANTY INSURANCE COMPANY, ASSURED
GUARANTY CORP., ASSURED GUARANTY
MUNICIPAL CORP., and U.S. BANK TRUST NATIONAL
ASSOCIATION,

Movants,

v.

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO,

Respondent.

Case No. 17-BK-3283-LTS

**Re: ECF Nos. 10602, 10611,
12995**

**DECLARATION OF MICHAEL T. MERVIS REGARDING THE SUR-REPLY OF
COMMONWEALTH OF PUERTO RICO IN OPPOSITION TO AMENDED
PRIFA BONDHOLDER MOTION TO LIFT AUTOMATIC STAY [ECF NO. 10602]**

¹ The Debtors in the jointly-administered Title III cases, along with each Debtor's respective Title III case number (listed as a bankruptcy case number due to software limitations) and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19 BK 5523-LTS) (Last Four Digits of Federal Tax ID: 3801).

I, Michael T. Mervis, declare that:

1. I am a member of the State Bar of New York, admitted to practice before this Court *pro hac vice*, and am a partner at Proskauer Rose LLP, attorneys for the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”) as sole representative of the Commonwealth of Puerto Rico (the “Commonwealth”). I submit this Declaration under penalty of perjury pursuant to 28 U.S.C. § 1746.

2. Attached as Exhibit A is a true and correct copy, and a certified translation, of a “Comprobante de Remesa” (“Proof of Remittance”) dated May 11, 2015, produced in discovery with the bates number PRIFA_STAY0001572. Bank account numbers and sensitive personally identifiable information are redacted.

3. Attached as Exhibit B is a true and correct copy, and certified translation, of a document titled “Departamento de Hacienda Informe de Arbitrios Recibidos por Rones Exportados, Ano Fiscal 2014-2015” (“Department of the Treasury Report on Excise Taxes Received for Exported Rums, Fiscal Year 2014-2015”), produced in discovery with the bates numbers PRIFA_STAY0000150-152.

4. Attached as Exhibit C is a true, correct, and complete copy of the Commonwealth of Puerto Rico Basic Financial Statements and Required Supplemental Information for the fiscal year ending June 30, 2016, which was produced in discovery with the bates numbers CW_STAY0010168-10543 and is publicly available.² Movants filed excerpts of Exhibit C as Exhibit 34 to the Declaration of Atara Miller [ECF No. 13001-10].

5. Attached as Exhibit D is a true, correct, and complete copy of the Commonwealth of Puerto Rico Basic Financial Statements and Required Supplemental Information for the fiscal year

² At http://www.hacienda.gobierno.pr/sites/default/files/commonwealth_of_puertorico_2016_audited_fs_5-3-2019_0.pdf

ending June 30, 2013, which is publicly available.³ Movants filed excerpts of Exhibit D as Exhibit 28 to the Declaration of Atara Miller [ECF No. 12998-04].

6. Attached as Exhibit E is a true, correct, and complete copy of the Puerto Rico Infrastructure Financing Authority's Basic Financial Statements and Required Supplementary Information for the Fiscal Year Ended June 30, 2015, produced in discovery with the bates numbers PRIFA_STAY0000928-984.

7. Attached as Exhibit F is a true, correct, and complete copy of the Puerto Rico Infrastructure Financing Authority's Basic Financial Statements and Required Supplementary Information for the Fiscal Year Ended June 30, 2016, produced in discovery with the bates numbers PRIFA_STAY0001094-1154.

8. Attached as Exhibit G is a true, correct, and complete copy of the Commonwealth of Puerto Rico Comprehensive Annual Financial Report for year Ended June 30, 2011, which is publicly available.⁴ Movants filed excerpts of Exhibit G as Exhibit 30 to the Declaration of Atara Miller [ECF No. 129998-06].

9. Attached as Exhibit H is a true and correct copy and certified translation of an excerpt from a "Resolución Conjunta" ("Joint Resolution") dated June 30, 2013, which was produced in discovery with the bates numbers CW_STAY0001006, 1021, 1043-45.

10. Attached as Exhibit I is a true and correct copy and certified translation of an excerpt from "Resolución Conjunta Num. 46" ("Joint Resolution No. 46") dated July 1, 2014, which was produced in discovery with the bates numbers CW_STAY0001046, 1058, 1138-40.

11. Attached as Exhibit J is a true and correct copy and certified translation of an excerpt

³ At http://www.hacienda.gobierno.pr/sites/default/files/Inversionistas/f_243297_commonwealthofpr_caf_6-30-2014_sv_secured.pdf.

⁴ At http://www.hacienda.gobierno.pr/downloads/pdf/cafr/FINANCIAL_REPORT_2011.pdf.

from a “Resolución Conjunta” (“Joint Resolution”) dated July 1, 2015, which was produced in discovery with the bates numbers CW_STAY0001141-43, 1164, 1192-94.

12. Attached as Exhibit K is a true and correct copy, and certified translation, of a document titled “Funds Transfer Order,” dated December 18, 2014 and produced in discovery with the bates numbers PRIFA_STAY0003469-71. Bank account numbers and sensitive personally identifiable information are redacted.

13. Attached as Exhibit L is a true and correct copy of the certified Resolution 2005-17 adopted by the Board of Directors of the Puerto Rico Infrastructure Financing Authority on June 2, 2005, and produced in discovery with the bates numbers PRIFA_STAY0001683-1748. Bank account numbers and sensitive personally identifiable information are redacted.

14. Attached as Exhibit M is a true and correct copy of the certified Preliminary Official Statement, dated May 23, 2005, for the Puerto Rico Infrastructure Financing Authority Special Tax Revenue Bonds Series 2005A, 2005B, and 2005C, which was produced in discovery with the bates numbers PRIFA_STAY0001785-1941. Bank account numbers and sensitive personally identifiable information are redacted.

15. Attached as Exhibit N is a true and correct copy of a certified English translation of *Maeso v. Chase Manhattan Bank*, 133 D.P.R. 196 (1993).

Dated: May 18, 2020

/s/ Michael T. Mervis
Michael T. Mervis

CERTIFICATE OF SERVICE

I hereby certify that, on this same date, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notifications of such filing to all CM/ECF participants in this case.

/s/ Hermann D. Bauer

Hermann D. Bauer